

# Exhibit 3

November 7, 2006

*Problem Catalogue  
Dividend Tax  
2006*

## Table of Contents:

<b>Category</b>	<b>Subj. no.</b>	<b>Subject text</b>
<b>1. Dividend recipients</b>	1.1	Amendment to legislation: Advancement of time for reporting regarding dividend recipients, § 9 A of the Tax Control Act (Jette).
	1.2	Amendment to legislation: § 9 B, para. 5 of the “Tax Control Act” and § 4 of the “Executive Order on reporting obligations, etc., according to the Tax Control Act” (Jette)
	1.3	Amendment to legislation: Extension of the reporting obligation regarding recipients of dividends pursuant to §9 B and §10 A of the Tax Control Act by removing the exemption from reporting in the Executive Order to the Tax Control Act, §7, etc. (Jette)
	1.4	Amendment to legislation: Refund (repayment) of dividend tax (Ballerup)
	1.5	Automatically reduced dividend deduction - VP scheme (Agreement between VP, the custodial financial institution and SKAT) (Ballerup)
	1.6	Amendment to legislation: Nominee, joint ownership and ownership status code in the custodian registration (Jette)
	1.7	Administration of exemptions, including issuance of dividend tax exemption to foreign entities, etc. (Ballerup),
	1.8	Certification of Danish tax liability - collection of information and its potential use in SKAT's administration elsewhere (Jette)
	1.9	Amendment to legislation: Limitation on claims for refund of dividend tax (Ballerup)
	1.10	Profit/loss and dividends with stock lending (Jette)
<b>2. Distributing company</b>	2.1	Merging of declaration and reporting form regarding dividend recipients (Ballerup)
	2.2	0 position of credit for tax paid tax (Ballerup)
	2.3	Estimations (declarations) and imposition of daily penalties (Ballerup)

	2.4	Payment orders for dividend tax - machine reading (Ballerup)
<b>3. Account holding institution (The custodian bank)</b>	3.1	Control of the account-holding financial institutions/custodian banks' administration of the rules of the Withholding Tax Act on withholding of dividend tax, including the obligatory reporting to SKAT (Jette)
	3.2	Dividend administration of dividend recipients entitled to a 15% deduction, cf. Corporation Tax Act § 3.1.19. (Investment Fund Companies/Investment Companies), including hereunder the dividend recipients who receive distribution/dividends from these companies (Jette)
	3.2	Nominee, joint ownership and ownership status code in the custody registration (Jette)
	3.3	Amendment to legislation: Liability for incorrect custodian designation etc., by the account-holding institution. (Jette)
<b>4. Systems/forms</b>	4.1	3 S is used as a data collection system regarding dividend recipients (Birgit + Inger)
	4.2	System adaptation - system 3 S (Birgit)
	4.3	Forms used in the Dividend Administration, etc., and form responsibility (Ballerup+Inger)
<b>5. Reconciliation in the Dividend Administration</b>	5.1	Reconciliation in the dividend tax administration, etc. (Distributor – dividend control) (Ballerup)
	5.2	Reconciliation in the dividend tax administration, etc. (dividend recipient – dividend control) (Ballerup + Jette)
<b>6. Organization in SKAT</b>	6.1	Division of responsibilities between SKAT and Business Center Ballerup regarding dividend tax administration (Ballerup)
	6.2	Interfaces between Business Center Ballerup regarding the dividend tax administration and SKAT – Main Center
	6.3	Interfaces between Business Center Ballerup regarding the dividend tax administration and the tax centers, including Knowledge and Business Center Ålborg (Ballerup)

6.4 Interfaces between Business Center Ballerup regarding the dividend tax administration and the Central Securities Depository/the account-holding institutions (custodians) (Ballerup)

Subject recorded on: 11.07.2006	Updated on: 11.24. 2006	Page: 1 of 5
---------------------------------	-------------------------	--------------

# Problem Catalogue

## The Dividend Tax Administration

<b>Category:</b> Dividend recipients	<b>Subj. no.:</b> 1.1	<b>Subject text:</b> Amendment to legislation: Advancement of time for reporting regarding dividend recipients, § 9 A of the Tax Control Act (Jette).
---	--------------------------	--

### 1. Problem:

In connection with any decision or resolution on the distribution or crediting of dividends from shares or interests in companies or funds, etc., dividend tax must be withheld under § 65 of the Withholding Tax Act.

According to Tax Control Act § 9 A, the reports on the dividend recipients must initially be received by SKAT no later than January 20, or if this day is a Saturday or Sunday, no later than the following Monday in the year following the income year the distribution concerns.

The deadline in SKL § 9 A is a problem since it means that the information on dividend recipients is only available to the dividend tax administration up to ten months after the distribution and receipt of dividends/distribution has taken place. That means that today the dividend tax administration today is to a large extent administered blindly, as the information on the actual distribution is not known at the time the administration conducts its business operations. This is the case, for example, with recovery of dividend tax under the double taxation agreements and with dividend tax refunds, etc., just as a reconciliation of the actual distributed amount with the distributing company's declaration and tax return is not possible until a much later point in time.

### 2. Applicable rules:

Investment funds as well as corporations that are subject to corporate tax can distribute dividends. These are capital companies such as public companies, limited liability companies and investment funds and investment funds/companies. New company structures often emerge that are similar to companies but that do not necessarily conform with current definitions.

Additional companies are public company and limited liability company commercial funds and associations.

There are two main groups of companies:

The listed companies (around 170) and the investment funds (around 650 funds) are few, but have many shareholders/members. The investment funds and investment fund companies

Subject recorded on: 11.07.2006	Updated on: 11.24.2006	Page: 2 of 5
---------------------------------	------------------------	--------------

# Problem Catalogue

## The Dividend Tax Administration

Category:	Subj. no.:	Subject text:
Dividend recipients	1.1	Amendment to legislation: Advancement of time for reporting regarding dividend recipients, § 9 A of the Tax Control Act (Jette).

are typically registered in the Danish Central Securities Depository, regardless of whether they are listed or unlisted. This means that the distributions, etc., are administered by the account-holding custodian banks through VP, like where VP largely transfers data electronically to SKAT, which is also the case for the listed companies. The investment companies covered by the new rules (Corporation Tax Act § 3.1.19) can be both listed and unlisted.

- The non-listed companies are many (potentially around 145,000), but generally have few shareholders. A number of unlisted companies are also registered with VP and make use of VP's service benefits such as administration of the distribution, but under SKL § 9 B, the reporting obligation for shareholder distributions from all unlisted shares is placed upon the company itself.

The non-listed companies are therefore the main task in the dividend administration, but also the refund of dividend tax under the double taxation agreement to shareholders, etc., residing abroad, and are a major task in the dividend administration under international conventions as well. The refunds are primarily connected to listed shares and investment fund certificates, etc.

The distributing company/custodian must report who the recipient of the dividend is no later than January 20 in the year following the distribution (SKL/RKO), SKL sections 9 B and 10 A, but distributions to pension savings and minority shareholders, etc., are excluded from reporting.

Reporting can be done on electronic media (listed/unlisted) and on manual reporting forms and via TastSelv (unlisted shares). For individuals with a PI no. form 06.023 is used, and for companies and foreigners, etc., form 06.024 is used. The forms are sent to the Dividend Tax Administration in Ballerup for the purpose of entry into 3 S, a data collection procedure that was adopted with board approval in early 2005. Information entered into 3 S is subsequently transferred to RKO and is included in SLUT, etc.

In order to get so many reports collected to support the dividend administration, at the request of the unlisted companies, the Dividend Tax Administration has recommended that the distributing company voluntarily report the shareholder information at the same time as the declaration (form 06.016). However, such a voluntary scheme is not sustainable in the long term.

### 3. Proposal:

The reporting deadline under SKL § 9 A, is moved forward before the reports regarding distribution from shares and investment fund certificates, etc., to the point in time when the distribution actually

Subject recorded on: 11.07.2006 Updated on: 11.24.2006

Page: 3 of: 5

# Problem Catalogue

## The Dividend Tax Administration

Category:	Subj. no.:	Subject text:
Dividend recipients	1.1	Amendment to legislation: Advancement of time for reporting regarding dividend recipients, § 9 A of the Tax Control Act (Jette).

takes place (both actual and technical distribution). That means ongoing reporting to SKAT. The reporting obligation is based on SKL sections 9 B and 10 A.

#### 4. The proposal requires:

Proposal requires modification to the “Tax Control Act” and the “Executive Order on reporting obligations, etc., according to the Tax Control Act ”.

#### 5. Possible consequences:

➤ *Advantages:*

- ✓ An advancement is deemed to significantly optimize the dividend administration's opportunities to administer dividend refunds and repayments under the set of rules. Reconciliation can be performed between distribution, declaration and tax return at a much earlier point in time, allowing SKAT to take quicker action against deviations, etc.
- ✓ An advancement on the reporting deadline is deemed to be able to lead to administrative simplifications, especially for the unlisted companies, as the companies themselves have both a declaration and reporting obligation to SKAT. An advancement can therefore mean that the notification and reporting of dividend recipients can be merged into one and the same report/form and TastSelv image. See subject no. 2.1 of the Problem Catalog.
- ✓ An advancement will also mean for the custodian-managed listed reports a current registration of ownership status code (tax code for ownership of the custody account, etc.) at the time of distribution (time of acquisition), and not as now with an ownership status (tax code) at the end of the income year. A code that may have been changed after the time of acquisition of the right and which in the event of an error may result in incorrect placement of the distribution amount on the tax return.

➤ *Disadvantages:*

- ✓ ☐ An advancement will mean changes in the financial sector's business procedures, but is not deemed to be of a significant size, as the information is currently collected for use in later reporting to SKAT at the end of the year.

Subject recorded on: 11.07.2006	Updated on: 11.24.2006	Page: 4 of: 5
---------------------------------	------------------------	---------------

--

Category:	Subj. no.:	Subject text:
Dividend recipients	1.1	Amendment to legislation: Advancement of time for reporting regarding dividend recipients, § 9 A of the Tax Control Act (Jette).

- ✓ If the dividend administration is not to continue being administered blindly, for reasons of repayments/refunds, SKAT has a significant need to know the distribution and dividend recipient at the time of repayment.
- ✓ The reporting at the end of the year means, among other things, that investment funds and companies with several distributions in the income year report total per recipient, which is not appropriate for the administration of the dividend tax. For example, receiving companies with a forward shifted income year will have the remaining distribution from the company, etc., registered in the wrong income year and for dividend-receiving companies with a forward shifted financial year, the reporting may not be until the following year.

#### **6. Possible IT expenditures:**

The advancement itself will not cause system costs in SKAT's systems, but the advancement is proposed to optimize the dividend tax administration's ability to carry out their tasks and will therefore require system changes and changed business procedures in SKAT. The 3 S system must be adapted to function as a data collection system for all dividend reports (both listed and unlisted), and as supplier to the RKO systems UDBY and IFPA.

Following the change in the spring of 2006, 3 S now functions as a data collection system for the unlisted companies. An expansion with the listed ones, will however require a not insignificant expansion of the input test in 3 S, as the data content of these transactions is more comprehensive.

#### **7. Resource implications:**

#### **8. Proposal to the management group:**

The group recommends that the proposal be put forward, as it is largely seen as the cornerstone for improving the dividend tax administration and the recovery procedures, etc. The group recommends that contact be made with the Ministry of Taxation and then with the financial sector - the Danish Bankers Association and others.

Subject recorded on: 11.07.2006	Updated on: 11.24.2006	Page: 5 of: 5
---------------------------------	------------------------	---------------

--

Category:	Subj. no.:	Subject text:
Dividend recipients	1.1	Amendment to legislation: Advancement of time for reporting regarding dividend recipients, § 9 A of the Tax Control Act (Jette).

➤ *The management group's decision:*

November 24, 2006:

The management group decided at its initial meeting that the working group will first address the subjects that require changes in the law. The subjects are each described in particular in the problem catalog, as well as in a summary memorandum that can be further added to the system. The memorandum and subject descriptions must be completed no later than December 8, 2006.

**9. Status:**

October 19, 2006:

In its comments in an internal consultation in response to the proposal for implementation of the MiFID Directive (a changed distinction between listed and unlisted shares), SKAT has raised to the Ministry the proposal for the advancement of the dividend reporting date. However, the Ministry would like the proposal to be treated separately. That the subject was mentioned here is because the MiFID directive moves the distinction between listed and unlisted to "admitted to trading", which has the consequence that the circle of the unlisted shares, etc., becomes smaller and thereby reduces the opportunity for control that was created through the application of 3 S for the unlisted shares.

Subject recorded on: 11.07.2006	Updated on:	Page: 1 of 2
---------------------------------	-------------	--------------

# Problem Catalogue

## The Dividend Tax Administration

Category:	Subj. no.:	Subject text:
Dividend recipients	1.2	Amendment to legislation: § 9 B, para. 5 of the "Tax Control Act" and § 4 of the "Executive Order on reporting obligations, etc., according to the Tax Control Act" (Jette)

### 1. Problem:

A large portion of the unlisted companies, like the listed companies, do not know all their shareholders, that is primarily minority shareholders. That means that dividend payments from unlisted companies to dividend recipients, who, as a result of corporate law rules, are exempt from being registered in the distributing company or fund, etc., are not reported to SKAT.

The legal basis can be found in the "Executive Order on reporting obligations, etc., according to the Tax Control Act", where the shareholder has no duty to inform the company of his identification (Personal identity number or CVR/no./SE no.). Executive Order § 4 and Tax Control Act § 9 B, para. 5.

### 2. Applicable rules:

See problem. It must be mentioned, however, that the exemption is not consistent, since under SKL § 9 B, etc., it is not exempt from reporting, which means that the company in principle must report the distribution without identification, and that SKAT rejects due to lack of identification.

### 3. Proposal:

§ 4 of the "Executive Order on reporting obligations, etc., according to the Tax Control Act" is amended, and Tax Control Act 9 B, para. 5 is also amended to the following: If the company does not have knowledge of the shareholder due to the corporate law rules, a report must be made to SKAT on the person/company to whom the distribution is actually made.

### 4. The proposal requires:

Modification of the "Tax Control Act" and the "Executive Order on reporting obligations, etc., according to the Tax Control Act".

### 5. Possible consequences:

#### ➤ Advantages:

A modification is deemed to optimize the dividend administration's opportunities to administer dividend refunds and repayments according to the set of rules. Reconciliation can be conducted

Subject recorded on: 11.07.2006	Updated on:	Page: 2 of 2
---------------------------------	-------------	--------------

# Problem Catalogue

## The Dividend Tax Administration

Category:	Subj. no.:	Subject text:
Dividend recipients	1.2	Amendment to legislation: § 9 B, para. 5 of the "Tax Control Act" and § 4 of the "Executive Order on reporting obligations, etc., according to the Tax Control Act" (Jette)

between distributions, declarations, and tax returns.

If the dividend administration is not to continue being administered more or less blindly, for reasons of repayments/refunds, SKAT has a significant need to know of all distributions and dividend recipients.

➤ *Disadvantages:*

None.

**6. Possible IT expenditures:**

The proposal is not estimated to incur IT costs.

**7. Resource implications:**

**8. Proposal to the management group:**

➤ *The management group's decision:*

**9. Status:**

Subject recorded on: 11.07.2006	Updated on:	Page: 1 of 3
---------------------------------	-------------	--------------

# Problem Catalogue

## The Dividend Tax Administration

<b>Category:</b> Dividend recipients	<b>Subj. no.:</b> 1.3	<b>Subject text:</b> Amendment to legislation: Extension of the reporting obligation regarding recipients of dividends pursuant to §9 B and §10 A of the Tax Control Act by removing the exemption from reporting in the Executive Order to the Tax Control Act, §7, etc. (Jette)
---	--------------------------	--

### 1. Problem:

**A:** Distributions for shares, investment fund certificates, etc., which are in pension accounts or other tax-favored custodian accounts are not reported to SKAT, cf., “Executive Order on reporting obligations, etc., according to the Tax Control Act,” § 7. The custodian banks /VP sort/manage the report by setting up custodian codes for each individual custodian.

The lack of reporting means that the companies’ declarations and tax returns cannot be directly compared to the dividend recipients’ reporting of the actual share distribution. I.e., a complete reconciliation is not possible.

**B:** The entities that are required to report do so for the purpose of the tax return, etc., not to support a SKAT exemption or an auditor’s statement.

### 2. Applicable rules:

Currently, there is no reporting of dividend information if an exemption or auditor’s statement has been issued or if there is a distribution of shares, etc., under a pension savings scheme (custodian codes FRI, REV and KAP). Pension account distributions are exempt from reporting.

The reporting for exemptions (custodian code FREE and KAP) etc., however, is currently not treated as excluded from the reporting obligation according to the rules of the Tax Control Act. However, the exclusion may be administrative for the purpose of the personal tax return, as the systems UDBY and IFPA are currently unable to receive notification of the custodian code and thus able to separate the distributions where there has been no withholding of this type of dividend tax.

### 3. Proposal:

The dividend recipient reporting obligation for both unlisted and listed companies should be expanded to include all dividend recipients and custodian types/dividend deductions, free assets, pension funds, certain other tax-favored schemes such as child savings, exemptions and auditors’ declarations.

However, the proposal is that the reporting obligation solely apply to Danish shares, etc.

Subject recorded on: 11.07.2006	Updated on:	Page: 2 of 3
---------------------------------	-------------	--------------

--

Category:	Subj. no.:	Subject text:
Dividend recipients	1.3	Amendment to legislation: Extension of the reporting obligation regarding recipients of dividends pursuant to §9 B and §10 A of the Tax Control Act by removing the exemption from reporting in the Executive Order to the Tax Control Act, §7, etc. (Jette)

In the reporting, inventory and distribution will have to be designated by the reporter, so that they can be identified in SKAT's systems. If subject nos. 3.1.1 and 3.1.4 are implemented, the designation will mean that SKAT can use the reported information in the dividend tax administration and opt out from forwarding the information to RKO. This means that these systems do not need to be systemically adjusted.

An alternative proposal is that the Dividend Tax Administration in Ballerup is given the opportunity to re-establish the administrative business processes that were broken up in connection with modernization, where there were fixed agreements with VP regarding the delivery of dividend information for custodians designated as KAP, FRI and REV.

#### **4. The proposal requires:**

Amendments to the Tax Control Act, as § 7 of the Executive Order on reporting obligations, etc., contains an exemption from the dividend reporting obligations in the Tax Control Act for shares etc., purchased using pension funds when investing in Danish shares, etc.

Likewise, the reporting from the companies and the account-holding institutions/custodians must be enhanced by reporting of the custodian code. The code used in connection with the withholding of the dividend tax. The code values are (Blank, FOR, FREE, CAP, REV, SEL).

If the change is to have the intended effect, the subject must be linked to subject 1.1 (Amendment to legislation: Earlier reporting regarding the dividend recipient, § 9 A of the Tax Control Act) and subject 4.1 (System 3 S used as a data collection system regarding dividend tax).

#### **5. Possible consequences:**

##### *➤ Advantages:*

It is estimated that the expansion/change will optimize the opportunity of the dividend administration to process dividend refunds and repayments according to the set of rules. This will enable a total reconciliation between distribution, declaration and tax return.

Subject recorded on: 11.07.2006	Updated on:	Page: 3 of 3
---------------------------------	-------------	--------------

--

<b>Category:</b> Dividend recipients	<b>Subj. no.:</b> 1.3	<b>Subject text:</b> Amendment to legislation: Extension of the reporting obligation regarding recipients of dividends pursuant to §9 B and §10 A of the Tax Control Act by removing the exemption from reporting in the Executive Order to the Tax Control Act, §7, etc. (Jette)
---	--------------------------	--

➤ *Disadvantages:*

The proposal requires changes in the business procedures of the financial sector, as the proposal would require significantly more reporting than today.

Regarding the part of the pension account scheme, etc., which VP administers for the account-holding institutions, the expansion is estimated to be less challenging, while the part of the pension account scheme administered by the account-holding institution itself (the custodian) will be more comprehensive. However, the reporting burden can be limited to only Danish shares, etc.

**6. Possible IT expenditures:**

An expansion of the reporting will require system changes and changed business procedures in SKAT's systems. However, the system changes can be limited to 3 S if subject 4.1 is implemented (the system must be able to be used as a data collection system for all dividend reports and a supplier to the RKO systems UDBY and IFPA). If subject 4.1 is not implemented, the proposal will also require system changes in the UDBY and IFPA systems.

**7. Resource implications:**

**8. Proposal to the management group:**

The group recommends that contact be made with the Ministry of Taxation and subsequently with the financial sector – the Fiscal Council, etc.

➤ *The management group's decision:*

**9. Status:**

Subject recorded on: 11.07.2006	Updated on:	Page: 1 of 3
---------------------------------	-------------	--------------

# Problem Catalogue

## The Dividend Tax Administration

Category:	Subj. no.:	Subject text:
Dividend recipient	1.6	Amendment to legislation: Nominee, joint ownership and ownership status code in the custodian registration (Jette)

### 1. Problem:

Nominee is understood to mean a custody account where the deposited shares are owned by someone other than the registered account holder (administrator, foreign or Danish bank, joint custody account of two or more custody account owners, employee custody accounts, etc.). The nominee registration is used primarily to obtain administrative relief and save custodian fees.

Both nominees and the Internet are considered a threat to tax revenue, and it must be assumed that the problem is increasing in line with electronic development, which makes it easy and quick to trade and set up an account/custodian account abroad via the Internet.

The foreign securities dealers can "meet" directly with the customers and without the national tax authorities becoming aware of the dispositions and the players. (buyer/seller). Typically, foreign securities dealers will trade and use custodian accounts of nominees registered through a VP account at the Danish Central Securities Depository.

The Internet:

- Has made it more difficult to verify trading in securities, etc.
- Has made trading in securities more accessible to "ordinary people"
- Has made it easy to have bank and custodian accounts all over the world - which can be managed at home from the living room.

See also subject number 3.2.

### 2. Applicable rules:

By the nominee registration itself, no legal rules are violated, as this type of registration is fully legal in Denmark. However, there are other legal requirements that must be observed.

For example, the requirement that certain Danish companies have a duty to report shareholder information to the Danish Commerce and Companies Agency and the Stock Exchange.

However, with the current regulation, openness about ownership in private limited companies and public limited companies is quite limited in Denmark, as only listed companies have a duty to report on an ongoing basis when the shareholder owns 5% or more of the capital or votes in the company.

Subject recorded on: 11.07.2006	Updated on:	Page: 2 of: 3
---------------------------------	-------------	---------------

--

<b>Category:</b> Dividend recipient	<b>Subj. no.:</b> 1.6	<b>Subject text:</b> Amendment to legislation: Nominee, joint ownership and ownership status code in the custodian registration (Jette)
--	--------------------------	--

The non-listed companies keep a share register of all the shares that are only open to company management and to public authorities at the company's office. In addition, the companies keep a special list of the shareholders who own 5% or more of the capital. The latter is publicly available by contacting the companies. Similarly, the private limited liability companies maintain a list of shareholders, which, however, is only publicly available in cases where the share capital is more than DKK 500,000, or where all shares are owned by the same person.

It is completely legal to trade and deposit securities nominated through both Danish and foreign banks/stockbrokers, including setting up offshore companies, as long as the activities are declared.

The problem with these transactions is that the parties often forget to file tax returns in the home country (unpaid taxes on returns and gains, etc.), and that this form of trading and registration is non-transparent to the tax authorities, as the mandatory reports do not reach beyond the person who made the transaction or set up the depot account "nominee". This non-transparency, together with the Danish rules for share loans (see subject 1.10 profit/loss and dividends on share loans) can be an obvious tool that, among other things, can be used, for example, to channel a dividend to a country where Denmark has lower or no right to dividend tax under the double taxation agreement.

### **3. Proposal:**

Politicians need to be made aware that there actually is a problem that is a threat to the tax system.

The establishment of e.g., ownership registers will be a good tool that can help reduce the threats to tax revenue. Such an ownership register has not yet been established in Denmark, whereas several of the Nordic countries have established such a register (Norway), or are considering establishing such a register (Finland).

According to the recently adopted EU interest rate directive, more coordination between countries must be developed for the entire registration and securities area so that more automatic exchange agreements, etc., are established as well as better double taxation agreements. Pressure should be placed on the OECD and the EU to establish more common solutions. This does not solve the problem, but can minimize it.

Subject recorded on: 11.07.2006	Updated on:	Page: 3 of: 3
---------------------------------	-------------	---------------

--

<b>Category:</b> Dividend recipient	<b>Subj. no.:</b> 1.6	<b>Subject text:</b> Amendment to legislation: Nominee, joint ownership and ownership status code in the custodian registration (Jette)
--	--------------------------	--

**4. The proposal requires:**

Likely changes in the law, etc.

**5. Possible consequences:***➤ Advantages:*

Stricter requirements for e.g., share ownership, etc., is predicted to optimize the dividend administration's method in administering dividend refunds and repayments in accordance with the rules and double taxation agreements, as well as to the rightful owner.

*➤ Disadvantages:***6. Possible IT-expenditures:****7. Resource implications:****8. Proposal to the management group:***➤ Decision of the management group:***9. Status:**



Subject recorded on: 07 11 2006	Updated on:	Page: 1 of: 3
---------------------------------	-------------	---------------

# Problem Catalogue

## The Dividend Tax Administration

Category:	Subj. no.:	Subject text:
Account holding institution (custodian bank)	3.2	Nominee, joint ownership and ownership status code in the custodian registration (Jette)

### 1. Problem:

This form of trade and registration is non-transparent to the tax authorities, as the mandatory reports do not extend beyond the person who has made the transaction or set up the depository "nominee". This non-transparency, together with the Danish rules for share loans (see subject 1.10 Profit/loss and dividends on share loans) can be an obvious tool that, among other things, can be used, for example, to channel a dividend to a country where Denmark has lower or no right to dividend tax under the double taxation agreement. See subject 1.6, which describes the nominee as a general threat to the Danish tax system.

### 2. Applicable rules:

#### Description of business process: Refund according to double taxation agreement to shareholders residing abroad, as well as according to international conventions

Shares owned by foreign shareholders who, at the time of distribution, are subject to limited tax liability in Denmark, i.e., both individuals and companies, are generally taxed at 28%. By submitting a request, the shareholder can recover the difference between the withheld dividend tax of 28% and the dividend tax rate to be paid under the double taxation agreement with the shareholder's taxable country.

The request is sent to the dividend tax administration on a special form, which in addition to being completed, must be certified by the distributing company/financial institution, and endorsed by a competent tax authority in the applicant's home country.

The dividend tax administration makes payments directly to the applicant or to a financial institution listed by the person in question.

#### Business process:

- Payment is made by the dividend tax administration
- Disbursement lists from the 3 S system are processed in the dividend tax administration
- The received requests are entered in the 3 S system under the distributing company (CVR) and under the name and address of the receiving shareholder.

Subject recorded on: 07 11 2006	Updated on:	Page: 2 of: 3
---------------------------------	-------------	---------------

# Problem Catalogue

## The Dividend Tax Administration

Category:	Subj. no.:	Subject text:
Account holding institution (custodian bank)	3.2	Nominee, joint ownership and ownership status code in the custodian registration (Jette)

- SKAT has an agreement with Danske Bank, Nordea and SEB that requests can be submitted with an attached spreadsheet as a basis for the refund. In that case, the sum of the spreadsheet is paid to the bank for distribution.

### 3. Proposal:

**A)** Specifically concerning dividend tax, stricter documentation requirements should be established for the shareholding in the event of reimbursement/refund of Danish dividend tax (if a nominee has been registered, including joint custodian accounts), so that the dividend tax administration can be sure of the ownership of the actual distribution.

It should be noted that the Dividend Tax Administration in 2006 identified the largest single payment of DKK 574 million to a nominee. This reimbursement clearly shows that there is a need to tighten the requirements for the registration of ownership of Danish shares or the documentation requirements for reimbursement, etc.

**B:** Proposal for ownership status code 1 (A natural or legal person who neither resides nor domiciles in this country or more than two persons, all of whom are foreign shareholders) is divided into reporting systems concerning dividend tax and investment fund securities, so that in connection with the reimbursement of the dividend tax it is clear whether it concerns a person/company or several persons/companies and nominees.

### 4. The proposal requires:

Legislative amendment

### 5. Possible consequences:

➤ *Advantages:*

➤ *Disadvantages:*

### 6. Possible IT expenditures:

Subject recorded on: 07 11 2006	Updated on:	Page: 3 of 3
---------------------------------	-------------	--------------

--

<b>Category:</b> Account holding institution (custodian bank)	<b>Subj. no.:</b> <b>3.2</b>	<b>Subject text:</b> Nominee, joint ownership and ownership status code in the custodian registration (Jette)
---	---------------------------------	--

**7. Resource implications:****8. Proposal to the management group:**

The group recommends that contact be made with the Ministry of Taxation and subsequently with the financial sector – the Fiscal Council, etc.

➤ *The management group's decision:*

**9. Status:**

Subject recorded on: 07 11 2006	Updated on:	Page: 1 of: 3
---------------------------------	-------------	---------------

--

Category:	Subj. no.:	Subject text:
Account holding institution (custodian bank)	3.3	Amendment to legislation: Liability for incorrect custodian designation etc., by the account-holding institution. (Jette)

### 1. Problem:

According to the “Executive Order on the collection of income tax as well as municipal and county property value tax for persons, etc.” (Withholding Tax Executive Order), Tax Control Act No. 993 of 10/19/2005 (in effect), section VII, Chapter 9 on dividend tax and royalty tax, § 29, companies and funds, etc., that distribute dividends may refrain from withholding tax when the conditions stated in nos. 1- 6, respectively para. 2-5, are met. See below.

The problem is that according to para. 5, custodial institutions are only liable to the treasury for losses resulting from incorrect collection of dividend taxes, which is caused by incorrect designation of tax-favored pension savings/child savings and restricted capital as mentioned in § 29, §§ 1, nos. 3 and 4, but not by incorrect designation of the custodian account in general. For example regarding 15%, 18.48, exemption or reduced deduction according to a double taxation agreement, etc.

### 2. Applicable rules:

§ 29:

- 1) Exemptions are shown, cf., §§ 2 and 3.
- 2) The parent company of the distributor is the dividend recipient, etc., under the requirements specified in the Corporation Tax Act, § 2, para 1(c), or § 13, para. 1, no. 2, the Fund Taxation Act, §10, para 1, cf., 4, or the Withholding Tax Act § 2, para. 1, no. 6, cf., the Corporation Tax Act § 2 (c), no. 5 and 6. It is also a requirement that dividend distributions are not covered by the Corporation Tax Act, § 3, para 1, no. 19.
- 3) The dividend is received by an installment/pension fund savings account covered by §§ 11 A, 12 and 13 of the Pension Taxation Act, as well as child savings accounts and self-pension accounts, covered by § 51 of the Pension Taxation Act, and is designated as exempt from withholding, cf., 5.
- 4) The dividend is received from trustee services, if it is determined that the return on capital shall be set up for a specified time, and the return is also not subject to income tax for anyone, and is designated exempt from withholding tax, cf. 5.

Subject recorded on: 07 11 2006	Updated on:	Page: 2 of: 3
---------------------------------	-------------	---------------

--

Category:	Subj. no.:	Subject text:
Account holding institution (custodian bank)	3.3	Amendment to legislation: Liability for incorrect custodian designation etc., by the account-holding institution. (Jette)

5) Financial institutions and life insurance companies receive the dividend to the extent that the dividend is not included in the calculation of the taxable income pursuant to § 13 B of the Corporation Tax Act, cf., 6.

6) A derogation is submitted in accordance with the Tax Assessment Act, § 16 A, para. 2, § 16 A, para. 3, or in accordance with § 16 B, para. 2.

*Para. 2.* Exemption is issued to:

1) Associations, cooperatives, foundations, scholarships and self-governing institutions that are covered by the Corporation Tax Act, § 1, para. 1, no. 6, as well as institutions etc., which pursuant to the Corporation Tax Act § 3, para. 1, are exempt from tax liability, except for all types of companies that are covered by the Corporation Tax Act § 3, para. 1, no. 19.

2) Foreign states and tax-exempt international organizations and members of the royal family, who as such are exempt from Danish income tax liability.

*Para. 3.* Exemptions are issued by the customs and tax administration and are valid until further notice up until a maximum of 10 years. The exemptions must be returned to the issuer if the shareholder's circumstances change.

*Para. 4.* It is a prerequisite for exemption under para. 1, no. 2, that parent companies that have fulfilled the requirements of the Corporation Tax Act § 2, para. 1 (c), and § 13, para. 1, no. 2, respectively, and are exempt from the ownership condition, submit a written declaration to the distributing company to guarantee the payment of any dividend tax, if this requirement is not subsequently met.

*Para. 5.* Administrative institutions that maintain accounts as mentioned in para. 1, nos. 3 and 4, are responsible for the said accounts designated as exempt from withholding tax and are liable for any losses to the treasury in the event of incorrect collection of dividend tax, which is due to incorrect designation.

*Para. 6.* It is a prerequisite for exemption under para. 1, no. 5, that the auditor elected at the general meeting of the financial institution or life insurance company for the applicable distributing company or the applicable person who arranges the dividend payment on its behalf, submits a written declaration that dividends are not included in the statement of the taxable income pursuant to § 13 B of the Corporation Tax Act.

### **3. Proposal:**

A legal basis is created for liability in the event of incorrect designation of the custodian account and thus incorrect dividend deductions, which result in a loss for the treasury.

Subject recorded on: 07 11 2006	Updated on:	Page: 3 of: 3
---------------------------------	-------------	---------------

--

<b>Category:</b> Account holding institution (custodian bank)	<b>Subj. no.:</b> 3.3	<b>Subject text:</b> Amendment to legislation: Liability for incorrect custodian designation etc., by the account-holding institution. (Jette)
--	--------------------------	---

**4. The proposal requires:**

Legislative amendment.

**5. Possible consequences:***➤ Advantages:*

This will increase the quality of the custodial designations and the administration of the administrative institutions/custodian banks and safeguard the state's revenue.

*➤ Disadvantages:***6. Possible IT expenditures:****7. Resource implications:****8. Proposal to the management group:**

The group recommends that contact be made with the Ministry of Taxation and subsequently with the financial sector – the Fiscal Council, etc.

*➤ The management group's decision:***9. Status:**